

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

TRONOX INCORPORATED, *et al.*,

Debtors.

TRONOX INCORPORATED, TRONOX
WORLDWIDE LLC f/k/a Kerr-McGee
Chemical Worldwide LLC, and TRONOX
LLC f/k/a Kerr-McGee Chemical LLC,

Plaintiffs,

v.

ANADARKO PETROLEUM
CORPORATION, KERR-MCGEE
CORPORATION, KERR-MCGEE OIL &
GAS CORPORATION, KERR-MCGEE
WORLDWIDE CORPORATION, KERR-
MCGEE INVESTMENT CORPORATION,
KERR-MCGEE CREDIT LLC, KERR-
MCGEE SHARED SERVICES
COMPANY LLC, and KERR-MCGEE
STORED POWER COMPANY LLC,

Defendants.

THE UNITED STATES OF AMERICA,

Plaintiff-Intervenor,

v.

TRONOX, INC., TRONOX WORLDWIDE
LLC, TRONOX LLC, KERR-MCGEE
CORPORATION, and ANADARKO
PETROLEUM CORPORATION,

Defendants.

Chapter 11

Case No. 09-10156 (ALG)

Jointly Administered

Adversary Proceeding No. 09-01198 (ALG)

**ORDER DENYING IN PART AND GRANTING IN PART
DEFENDANTS' MOTION TO DISMISS COUNTS IV, V, AND VI OF THE SECOND
AMENDED ADVERSARY COMPLAINT**

For the reasons set forth in the Court's May 11, 2011 Memorandum of Opinion and based on the filings submitted by the parties, IT IS HEREBY ORDERED THAT:

1. Defendants' Motion to Dismiss [Docket No. 131] Count IV of the Second Amended Adversary Complaint [Docket No. 223] is denied;

2. Defendants' Motion to Dismiss Counts V and VI of the Second Amended Adversary Complaint is granted and, therefore, Counts V and VI of the Second Amended Adversary Complaint are DISMISSED with no right to re-plead; and

3. Defendants shall file an answer with respect to Count IV within 14 days following the date that this Order is entered.

New York, New York
Dated: May 27, 2011

/s/ Allan L. Gropper

United States Bankruptcy Judge